

### **EXHIBIT 3**

Certificate of Authority to Transact Business in Illinois  
and  
Assumed Name Registrations for ZinTel



## OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

APRIL 7, 2004

6346-849-5

INFO CORP INC.  
JANE SCOTT  
135 COPPER WILL DR  
WARRENTON, VA 20186

RE ZOOM-I-NET COMMUNICATIONS, INC.

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND THE AUTHORITY ACKNOWLEDGING REGISTRATION.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN ILLINOIS IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

JESSE WHITE  
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
TELEPHONE (217) 782-6961

JW:CD

Form **BCA-13.15**  
(Rev. Jan. 1999)

APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS

6346-849-5  
**SUBMIT IN DUPLICATE!**

Jesse White, Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1834  
http://www.sos.state.il.us

This space for use by Secretary of State

**FILED**

**APR 07 2004**

JESSE WHITE  
SECRETARY OF STATE

This space for use by  
Secretary of State

Date 4-7-04

License Fee \$

Franchise Tax \$ 25.00

Filing Fee \$ 150.00

Penalties \$ 175.00

Approved: [Signature]

Payment must be made by  
certified check, cashier's check,  
Illinois attorney's check, Illinois  
C.P.A.'s check or money order,  
payable to "Secretary of State."

1. (a) CORPORATE NAME: Zoom-i-Net Communications, Inc.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: \_\_\_\_\_

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Nevada

(b) Date of Incorporation: March 22, 1999

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located:

198 North Ridge Drive

Central Square, NY 13036

(b) Address of principal office in Illinois:

(If none, so state)

None

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent National Registered Agents, Inc.

First Name

Middle Name

Last Name

Registered Office 208 South LaSalle Street, Suite 1855

Number

Street

Suite #

Chicago, IL 60604

County of Cook

City

ZIP Code

County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

Nevada, Georgia, Iowa

6. Names and residential addresses of officers and directors:

	Name	No. & Street	City	State	ZIP
President	C.K. Carney	198 N. Ridge Drive	Central Square	NY	13036
Secretary	C.K. Carney	Same			
Director	C.K. Carney	Same			
Div. VP	Director Luis Cipriani	Same			
Treas.	Director Luis Cipriani	Same			

If more than 3, attach list

7. The purpose or purposes for which it was organized which it proposes to pursue in the transaction of business in this state: (If not sufficient space to cover this point, add one or more sheets of this size)

Telecommunications Services

8. Authorized and issued shares:

Class Common	Series ---	Par Value NPV	Number of Shares Authorized 1,000	Number of Shares Issued 100
(If more, attach list)				

9. Paid-in Capital: \$ 10,000.00  
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property\* of the corporation for the following year: \$ 50,000.00  
(b) Give an estimate of the total value of all the property\* of the corporation for the following year that will be located in Illinois: \$ 0.00  
(c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 1,200,000.00  
(d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 60,000.00

11. Interrogatories: (Important - this section must be completed.)

- (a) Is the corporation transacting business in this state at this time? NO  
(b) If the answer to item 11(a) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this application to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

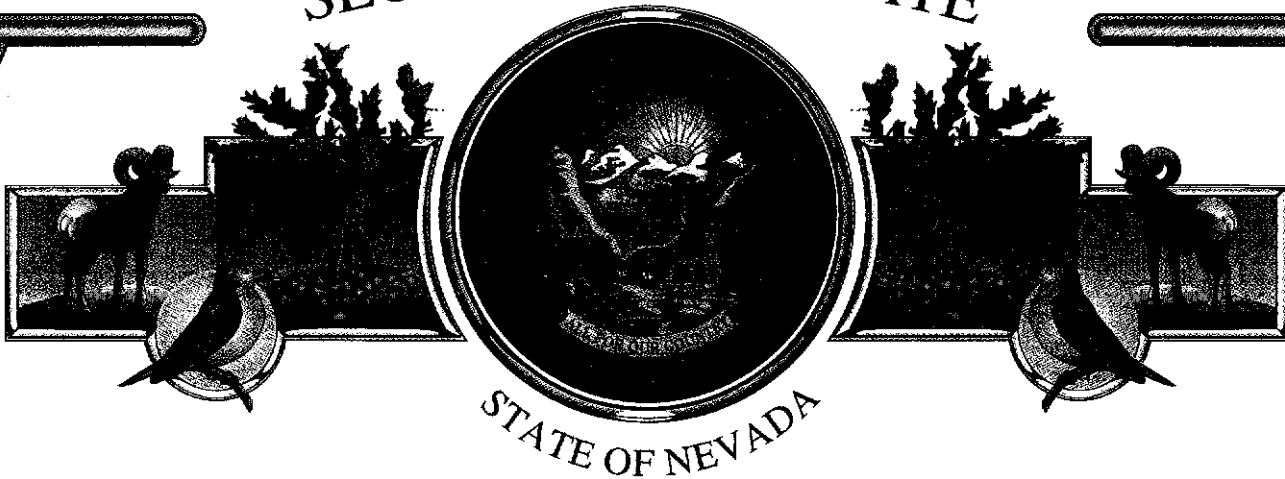
Dated October 9, 2003  
(Month & Day) (Year)  
C.K. Carney  
(Any Authorized Officer's Signature)  
C.K. Carney, President  
(Print Name and Title)

Zoom-i-Net Communications, Inc.  
(Exact Name of Corporation)

\* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

Note 1: Payment in connection with this application must be in the form of a certified check, cashier's check, Illinois attorney or CPA's check or money order made payable to the "Secretary of State". The minimum fees due upon qualification is \$100. Any additional fees will be billed.

# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **ZOOM-I-NET COMMUNICATIONS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since March 22, 1999, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand  
and affixed the Great Seal of State, at my office, in  
Carson City, Nevada, on December 17, 2003.

A handwritten signature in cursive script, reading "Dean Heller".

DEAN HELLER  
Secretary of State

By

A handwritten signature in cursive script, likely belonging to the Certification Clerk.

Certification Clerk





## OFFICE OF THE SECRETARY OF STATE

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JESSE WHITE • Secretary of State

APRIL 7, 2004

6346-849-5

INFO CORP INC.  
JANE SCOTT  
135 COPPER WILL DR  
WARRENTON, VA 20186

RE ZIN TEL

DEAR SIR OR MADAM:

APPLICATION TO ADOPT AN ASSUMED NAME HAS BEEN PLACED ON FILE AND THE CORPORATION CREDITED WITH THE REQUIRED FEE.

THE DUPLICATE COPY IS ENCLOSED.

SINCERELY,

JESSE WHITE  
SECRETARY OF STATE  
DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
TELEPHONE (217) 782-6961

JW:CD

Form **BCA-4.15/4.20**

(Rev. Jan. 2003)

Jesse White  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-9520  
www.cyberdriveillinois.com

Remit payment in check or money  
order, payable to "Secretary of State".

**APPLICATION TO ADOPT,  
CHANGE OR CANCEL,  
AN ASSUMED CORPORATE NAME**

**FILED**  
**APR 07 2004**  
**JESSE WHITE**  
**SECRETARY OF STATE**

File # 6346-849-5

**SUBMIT IN DUPLICATE**

This space for use by  
Secretary of State

Date 4-7-04

Filing Fee 30.00  
(See Note Below)

Approved: [Signature]

1. CORPORATE NAME: Zoom-i-Net Communications, Inc.
2. State or Country of Incorporation: Nevada
3. Date incorporated (if an Illinois corporation) or date authorized to transact business in Illinois (if a foreign corporation): Pending  
(Month & Day) (Year)  
(Complete No. 4 and No. 5 if adopting or changing an assumed corporate name.)
4. The corporation intends to adopt and to transact business under the assumed corporate name of:  
ZinTel
5. The right to use the assumed corporate name shall be effective from the date this application is filed by the Secretary of State until 31, 2005, the first day of the corporation's anniversary month in the next year which is evenly divisible by five.  
(Month & Day) (Year)  
(Complete No. 6 if changing or cancelling an assumed corporate name.)
6. The corporation intends to cease transacting business under the assumed corporate name of:  
N/A
7. The undersigned corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true.

Dated October 9, 2003  
(Month & Day) (Year)

Zoom-i-Net Communications, Inc.  
(Exact Name of Corporation)

C.K. Carney  
(Any Authorized Officer's Signature)

C.K. Carney - President  
(Type or Print Name and Title)

NOTE: The filing fee to adopt an assumed corporate name is \$150 if the current year ends with either 0 or 5, \$120 if the current year ends with either 1 or 6, \$90 if the current year ends with either 2 or 7, \$60 if the current year ends with either 3 or 8, \$30 if the current year ends with either 4 or 9.  
The fee for cancelling an assumed corporate name is \$5.00.  
The fee to change an assumed name is \$25.00.